

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TEAMSTAFF, INC.		06/08/2005	CORPORATION: NEW JERSEY
RECEIVING PARTY DATA			
Name:	PNC Bank, National Association, as Agent		
Street Address:	500 First Avenue		
Internal Address:	Commercial Loan Service Center/DCC		
City:	Pittsburgh		
State/Country:	PENNSYLVANIA		
Postal Code:	15210		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2939311	TEAMSTAFF	
Registration Number:	2912525	TEAMSTAFF RX	
Registration Number:	1871518	TEAMSTAFF	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8339		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	919 286-8049		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
NAME OF SUBMITTER:	Charles L. Evans		

OP \$90.00 2939311

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TRADEMARK  
REEL: 003108 FRAME: 0718

Signature:	/Charles L. Evans/
Date:	06/22/2005
Total Attachments: 3 source=NGSI-T Teamstaff#page1.tif source=NGSI-T Teamstaff#page2.tif source=NGSI-T Teamstaff#page3.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Revolving Credit and Security Agreement dated as of June 8, 2005 (the "Credit Agreement") by and among TeamStaff, Inc. (the "Grantor"), TeamStaff Rx, Inc. and RS Staffing Services, Inc., the financial institutions parties thereto as the Lenders, and PNC Bank, National Association, as Agent (the "Agent") the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the holders of the Obligations (as defined in the Credit Agreement):

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
2939311	TEAMSTAFF	April 12, 2005
2912525	TEAMSTAFF RX	December 21, 2004
1871518	TEAMSTAFF	January 3, 1995

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
	NONE	

The Grantor and the Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Credit Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

TEAMSTAFF, INC.,  
as Grantor

By: Cheryl Presudo  
Name: Cheryl Presudo  
Title: Controller

Acknowledged and Accepted:

PNC BANK, NATIONAL ASSOCIATION,  
as Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

The Grantor and the Agent hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Credit Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

TEAMSTAFF, INC.,  
as Grantor

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and Accepted:

PNC BANK, NATIONAL ASSOCIATION,  
as Agent

By: Jundie Cadena  
Name: Jundie Cadena  
Title: Vice President